

**CITY OF ST. LOUIS**  
**WORKFORCE INVESTMENT WIB**  
**BYLAWS**

Preamble:

The Workforce Investment Act of 1998, Public Law 105-220 (WIA) states the following: “The purpose of this subtitle is to provide workforce investment activities through statewide and local workforce investment systems, that increase the employment, retention, and earnings of participants, and increase occupational skill attainment by participants, and, as a result, improve the quality of the workforce, reduce welfare dependency, and enhance the productivity and competitiveness of the Nation.”

Vision:

Our vision is that the WIB will support and strengthen a workforce investment system that meets the needs of employers by providing services that increase the employment, retention, earnings and skills of individuals, thereby enhancing the productivity and competitiveness of our region.

Mission:

Our mission is to provide leadership and promote collaboration among public and private partners to develop a quality workforce that meets the economic and labor market needs of our region.

**BYLAWS**  
**CITY OF ST. LOUIS**  
**WORKFORCE INVESTMENT BOARD**

**ARTICLE I - Identity.**

These are the bylaws of the City of St. Louis Workforce Investment Board (“WIB”) under the Workforce Investment Act of 1998, P.L. 105-220 (“WIA”) with its principal place of business in St. Louis, Missouri.

**ARTICLE II - Principal Office.**

The principal office of the WIB shall be located at 1017 Olive Street, St. Louis, Missouri. The WIB may have offices at other places as the Board of Directors may from time to time determine or as the affairs of the WIB may require.

**ARTICLE III - Purpose.**

To provide workforce investment activities through local workforce investment systems that increase the employment, retention, and earnings of participants, and increase occupational skill attainment by participants, and, as a result, improve the quality of the workforce, reduce welfare dependency, and enhance the productivity and competitiveness of the region.

**ARTICLE IV - WIB Membership.**

The St. Louis City Workforce Investment Board consists of members from the private sector and representatives of economic development, community based organizations, labor, education and the one-stop partners all as required by WIA.

Section 1. Terms. Members are appointed by the Chief Elected Official of the City of St. Louis in accordance with the Workforce Investment Act and terms are for two years with an initial effective date of July 1, 2000.

Section 2. Partial terms. Members appointed due to vacancies created by death, resignation, or disqualification shall serve the remaining part of the term of the member replaced. A position shall be considered vacant upon notification by the WIB chairperson to the membership at the next available meeting of the full WIB. The vacancy shall be refilled within 120 days from this notification. Members whose terms

have expired and who have not been replaced or reappointed may continue to serve on the WIB for 90 days. After this time, the position is considered vacant.

Section 3. Reappointment. Nothing in these Bylaws is intended to preclude the nomination of a member for reappointment after expiration of his/her term.

Section 4. Resignation. A member may resign by giving written notice thereof to the WIB Chairperson and the Chief Elected Official.

Section 5. Conflict of Interest. By a majority vote of current members, any member may be suspended or expelled from membership by the WIB for conflict of interest as defined in Article IX of these bylaws.

Section 6. De-facto Resignation. Two consecutive unexcused absences from full WIB meetings shall constitute the de-facto and immediate resignation of a member in good standing from the WIB. An unexcused absence shall constitute failure by a member to notify the Chairperson or his/her designee of a planned absence. Upon said de-facto resignation of a member, the Chairperson shall notify the Chief Elected Official or his/her designee of the vacant membership and the need for the appointment of a member.

## **ARTICLE V - Officers and their Duties.**

Section 1. - Election. The officers shall be a Chairperson, a Vice-Chairperson, and Secretary. The officers shall be elected annually by a majority vote of the WIB members present during the meeting held in the second quarter of the calendar year and shall take office on July 1<sup>st</sup> of that year. If for some reason the election is delayed, then the election shall take place at a special meeting held as soon as practicable after the regularly scheduled meeting held in the second calendar quarter. Vacancies may be filled at any meeting of the WIB.

Section 2. - Chairperson. The Chairperson shall be selected from among the private sector members on the WIB. The chairperson shall be the principal officer of the WIB and shall in general supervise and control all of the business and affairs of the WIB membership. The chairperson shall appoint committee chairpersons as required. The Chairperson may sign, with any other proper officer of the WIB thereunto authorized by the membership, any instruments which the WIB has authorized to be executed; and in general shall perform all duties incident to the office of Chairperson and such other duties as may be prescribed by the WIB from time to time.

Section 3. - Vice-Chairperson. The Vice-Chairperson shall be selected from among the private sector members of the WIB. In the absence of the Chairperson or the Secretary, or in the event of their inability to act, the Vice-Chairperson will perform the duties of the Chairperson or the Secretary, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson or the Secretary. The Vice-

Chairperson shall perform such other duties as from time to time may be assigned to him by the Chairperson or by the WIB.

Section 4. - Secretary. The Secretary shall be responsible for the recording of WIB business and attesting to the Chairperson's signature as may be required. The Secretary shall be responsible for recording attendance at meetings; and, for determining and certifying that a quorum is present on an appropriate record. During a meeting when roll call voting is required, the Secretary shall "call-the-roll" record, and certify individual member votes on an appropriate record. The Secretary shall be responsible for validating the accuracy of minutes, in particular, the recording of motions and their outcomes.

Section 5. - Professional Staff Support. The WIB may employ at least one staff person who is not a staff person of the One-Stop Operator to support or perform such functions and duties normally associated with the position of secretary. Said staff shall perform the following functions: record and maintain the minutes of meetings of the WIB; see that all notices are duly given in accordance with these bylaws or as required by law; be custodian of the WIB's records; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the Chairperson or by the WIB.

Section 6. - Removal. Any elected officer may be removed from office by the WIB for cause whenever, in its judgment, the best interest of the WIB would be served by said removal. Removal shall be made at a full WIB meeting and a majority vote for removal by members attending a full WIB meeting wherein a quorum is present shall be required.

## **ARTICLE VI - Meetings.**

Section 1. - Regular Meetings. Regular WIB meetings shall be held quarterly to discuss progress or other matters affecting the operation of the WIB and the WIA program. Meetings shall be open to the public. Notice of all WIB meetings shall be given at least seven day previous thereto, by written communication, mailed or delivered personally to each member at his/her business address. The agenda of any meeting shall be included with the notice.

Section 2. - Special Meetings. Special meetings may be called by the Chairperson or by a majority of the Executive Committee, or a majority of the members of the WIB for such purposes as identified within the notice of the meeting. Notice of all special WIB meetings shall be given at least seven day previous thereto, by written communication, mailed or delivered personally to each member at his/her business address. The agenda of any meeting shall be included with the notice.

Section 3. - Agenda. The business of all meetings of the WIB shall be those matters identified in the meeting agenda. The agenda deadline shall be 10 days before the scheduled WIB meeting. All requests on matters for WIB consideration are to be communicated to the Chairperson or his/her designee before the agenda deadline; and all

written materials representing such matters are to be received by the Chairperson or his/her designee by the agenda deadline.

Section 4. - Quorum. A majority of the number of current members shall constitute a quorum for the transaction of business at any regular WIB meeting. The members present at a duly called meeting at which a quorum was determined to be present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to leave that would be less than a quorum. WIB member meeting attendance may be facilitated through the use of conference calls or teleconferences when cost effective and necessary. WIB minutes shall reflect those members on conference calls or teleconferencing. Requirements of the Sunshine Law regarding open meetings shall be met when using this option.

Section 5. - Voting. The act of a majority of the members present and voting at a duly organized WIB meeting at which a quorum is present shall be the act of the WIB.

a. Voice Voting. Voice voting shall be used at all times to decide WIB questions with the exception of the roll call voting. Upon the Call-to-Question the Chairperson will have those WIB members who wish to vote for passage to say "Aye" and those who wish to vote for non-passage to say "Nay." The majority will decide the question.

b. Roll Call Voting. At the discretion of the Chairperson, roll call voting may be required. Upon the Call-to-Question, after a motion and second, the Secretary will Call-the-Roll, individually naming those WIB members present. Upon hearing their name, WIB members will cast their vote by saying "Aye" for passage, "Nay" for no passage, or "Abstain" for no vote. The secretary will record and certify the votes on an appropriate record and report the outcome of the vote to the chairperson.

c. Conference Calls. When using a conference call option discussed above, the vote cast by those members not in the meeting room shall be identified and included within the minutes as in Roll Call Voting.

d. Mail Ballots. On issues requiring an immediate decision, or due to a lack of a quorum at a WIB meeting, a mail ballot may be prepared and provided to each member of the WIB. Each WIB member shall receive a full description of the issue and copies of supporting documents, if any. Ballots completed and executed by the members shall be retained with the minutes of the next WIB meeting, which shall contain a full description of the issue and the result of the balloting.

## **ARTICLE VII - Executive Committee.**

**Executive Committee/Planning.** The membership of this Committee shall be at least 9 members and shall be chaired by the WIB Chairperson. The Vice-Chairperson and the Secretary shall also serve on this Committee.

Any action taken or initiated by this Committee on behalf of the WIB shall require full disclosure to the WIB at the regularly scheduled meeting following said action.

The duties of the Executive Committee/Planning include, but are not limited to: responsibility for actions on behalf of the WIB as may be required utilizing those powers and authorities as are delegated by the WIB; responsible for making policy recommendations to the WIB which meet the needs of both the area labor market and the targeted population; responsible for review and upgrading recommendations to the WIB for its Bylaws; responsible for review and approval of committee reports or recommendations and transmittal of same to the full WIB; responsible for setting employment and training priorities and goals and performance levels; responsible for reviewing and approving training vendors/investment levels; responsible for long-range training goals; responsible for development of plans and modifications thereto; responsible for program oversight and determination of program effectiveness.

#### **ARTICLE VIII - Standing and Special Committees**

The WIB, by resolution adopted by a majority of the members, may from time to time appoint such committees from among its members, or other persons for such particular purposes as may be deemed necessary or desirable to enhance or assist the WIB in carrying out its duties, and furthering the proposes of the Workforce Investment Act. The WIB Chair with recommendation and advice from the Executive Committee shall appoint committee chairs. Any Committee so appointed shall have the powers and authority as is explicitly delegated by the WIB.

a. One-Stop Committee: The membership of this Committee shall include all the one-stop partners on the WIB and the WIB member representing the primary One-Stop Operator shall chair this Committee. The responsibilities of this Committee are to monitor the client flow among one-stop partners and make recommendations for improvement to the WIB.

b. Youth Council Committee: The membership of this committee includes the Youth Advisory Council, which is an advisory group to the WIB. The WIB member representing youth on the WIB shall chair this committee. This committee shall advise the WIB on youth issues. Members of the Youth Council shall be appointed for two years with an initial effective date of July 1, 2000. Appointments to the Youth Council shall be made by the WIB with recommendation of this Committee.

c. Regional Issues Committee. The State of Missouri Training and Employment Council has determined that regional planning shall occur in this area. The 5-year plan discusses the local regional planning process which includes the identification of the other workforce related planning agencies in the Workforce area, how the activities planned for the area respond to the needs of these other planning agencies and how this response will achieve WIA outcomes. The region includes the City of St. Louis and the Missouri Counties of St. Louis, St. Charles, Jefferson, Franklin, Warren and Lincoln, and

in the State of Illinois the Counties of Madison, Monroe, and St. Clair. This Committee will participate in this regional planning process and report to the WIB on issues discussed and the activities of the regional planning agencies.

d. Legislative Relations Committee: This committee shall be responsible for analysis of legislation and state and local administrative policies to determine any areas of necessary change for employment and training programs and to make these recommendations to the WIB. This committee shall enhance communications with the elected officials of the St. Louis region and the State of Missouri on these issues.

e. Employer and Community Outreach/Marketing Committee: This committee shall be responsible for developing, implementing and monitoring marketing strategies for the WIB, for client, employer customer and community outreach projects. Decisions and recommendations of the committee shall be reported to the Executive Committee and the WIB for implementation.

f. Sub-Committees: Standing or Special Committees may create their own sub-committees as deemed necessary by the members of the committee.

## **ARTICLE IX - Conflict of Interest and Confidentiality.**

Section 1. - Voting Prohibited. A member may not vote on a matter under consideration by the WIB regarding the provision of services by such member or by an entity that such member represents or that would provide direct financial benefit to such member or the immediate family of such member or engage in any other activity determined by the Governor to constitute a conflict of interest if so specified in the State Plan. Business sector representatives are prohibited from being an employee of a public sector organization represented on the local WIB, including state and local governmental agencies. These provisions should not be construed to prohibit local WIB members from training or employing WIA participants.

Section 2. - Abstention. WIB members should individually abstain from voting on issues and matters that will result in a direct or indirect conflict of interest. Abstentions, and the general reasons therefore, should be duly recorded in the minutes of the meeting.

Section 3. - WIB Policy. Members of the WIB are expected to avoid unethical behavior in the course of performing their official duties. Members are expected to not only avoid any impropriety, but also to avoid the appearance of impropriety whether or not any actually exists. Members must avoid using their position for private gain, giving preferential treatment to any person or entity, losing their independence or impartiality in making decisions or acting in any way that might erode public confidence in the integrity of the WIB.

Section 4. - Confidentiality. All information, whether transmitted orally or in writing, that is of such a nature that it is not, at the time, a matter of public record or public



knowledge is deemed confidential by the WIB. Members shall not disclose confidential information obtained in the course of or by reason of his or her membership on the WIB to any person or entity not directly involved with the business of the WIB. Furthermore, no member shall use confidential information obtained in the course of or by reason of his or her membership on the WIB in any matter with the intent to obtain financial gain for the member, the member's immediate family, any other person or any business with which the member is associated.

**ARTICLE X - Recordkeeping.**

The WIB shall maintain, at its principal office, permanent records of the minutes of all formal meetings of the WIB and its committees, a record of all actions taken by the WIB without a meeting, and a record of all actions taken by standing and special committees of the WIB.

**ARTICLE XI - Non-Discrimination.**

The WIB shall not discriminate against any employee, agent or provider of consulting or contract services, or applicant for employment, agency or consulting or contract services on the basis of race, color, religion, gender, age, national origin, disability or veteran status. It shall be the policy and practice of the WIB to comply fully with federal and state laws, regulations and requirements in respect of non-discrimination, affirmative action, equal employment and civil rights.

**ARTICLE XII - Amendments.**

These bylaws may be amended at any regular meeting of the WIB with prior written notice having been given to all members of the WIB at least thirty (30) days in advance. Approval of any amendment to the bylaws requires the affirmative vote of a majority of the members present and voting at a meeting at which a quorum is present.

**ARTICLE XII - Severability.**

If any provisions of these bylaws shall be found void or unenforceable for whatever reason by any court of law or equity, it is expressly intended that such provision(s) be severable and the remainder of the bylaws shall remain in full force and effect.

**ADOPTION**

WHEREAS, the members of the City of St. Louis Workforce Investment WIB, being a duly formed and constituted body have determined the need for Bylaws to enable this WIB to conduct its business in an orderly manner, to promote the effective operation of the WIB and to preserve the fruits of its deliberations; and

WHEREAS, a duly constituted motion and second to adopt these herein Bylaws as the official Bylaws of the City of St. Louis Workforce Investment WIB was made and said motion was affirmatively passed by majority vote at a duly constituted meeting of the WIB at which a quorum was present and voting on December 20, 2000;

NOW, THEREFORE, I, Robert C. Spinzig, Chairperson of the City of St. Louis Workforce Investment WIB, do hereby proclaim these herein Bylaws to be the Bylaws adopted by the City of St. Louis Workforce Investment WIB.

IN WITNESS WHEREOF, I have hereunto set my hand.

SIGNATURE:

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Robert C. Spinzig, Chairperson

Date:

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ATTESTED BY:

\_\_\_\_\_  
Susan Katzman, Secretary

Date:

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